



Order Filed on December 3, 2020
by Clerk,
U.S. Bankruptcy Court
District of New Jersey

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

Caption in Compliance with D.N.J. LBR 9004-1(b)

RIKER, DANZIG, SCHERER, HYLAND &
PERRETTI LLP

Joseph L. Schwartz (JS-5525)

Tara J. Schellhorn (TS-8155)

Headquarters Plaza, One Speedwell Avenue

Morristown, NJ 07962-1981

Telephone: (973) 583-0800

-and-

PACHULSKI STANG ZIEHL & JONES LLP

Bradford J. Sandler (NJ Bar No. BS-1367)

Shirley S. Cho (admitted *pro hac vice*)

780 Third Avenue, 34th Floor

New York, NY 10017

Counsel to the Liquidating Trust

In re:

FRANK THEATRES BAYONNE/SOUTH
COVE, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 18-34808 (SLM)

(Jointly Administered)

**STIPULATION AND CONSENT ORDER RESOLVING
PROOF OF CLAIM NO. 48 FILED BY TRACY DAVIE**

The relief set forth on the following pages, numbered two (2) through six (6), is
hereby **ORDERED**.

DATED: December 3, 2020

Honorable Stacey L. Meisel
United States Bankruptcy Judge

¹ The Post-Confirmation Debtors in these chapter 11 cases and the last four digits of each Debtor's taxpayer identification number are as follows: Frank Theatres Bayonne/South Cove, LLC (3162); Frank All Star Theatres, LLC (0420); Frank Theatres Kingsport LLC (5083); Frank Theatres Montgomeryville, LLC (0692); Frank Theatres Rio, LLC (1591); Frank Theatres Towne, LLC (1528); Frank Theatres Mt. Airy, LLC (7429); Frank Theatres Sanford, LLC (7475); Frank Theatres Shallotte, LLC (7548); Revolutions at City Place LLC (6048); Revolutions of Saucon Valley LLC (1135); Frank Entertainment Rock Hill LLC (0753); Frank Entertainment PSL, LLC (7033); Frank Hospitality Saucon Valley LLC (8570); and Galleria Cinema, LLC (2529).

Page: 2

Debtors: Frank Theatres Bayonne/South Cove, LLC, *et al.*

Case No.: 18- 34808 (SLM)

Caption: Stipulation and Consent Order Resolving Proof of Claim No. 48 Filed By Tracy Davie

This matter comes before the Court upon request of the Advisory Trust Group LLC, in its capacity as Trustee (the “Liquidating Trustee”) of the Frank Theatres Liquidating Trust (the “Liquidating Trust”) with respect to Proof of Claim No. 48 Filed By Tracy Davie (“Davie,” and together with the Liquidating Trust, the “Parties”); and the Court having jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334; and venue being proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409; and consideration of this matter being a core proceeding pursuant to 28 U.S.C. § 157(b); and it appearing that proper and adequate notice of the dispute has been given and that no other or further notice is necessary; and upon the record herein and the agreement of the Liquidating Trustee and Davie; and the Court having determined that the relief provided for herein is in the best interests of the Liquidating Trust and its creditors; and after due deliberation and good and sufficient cause appearing therefor;

RECITALS

WHEREAS on December 19, 2018 (the “Petition Date”), each of the above-captioned debtors and debtors-in-possession (collectively the “Debtors”), filed voluntary petitions for relief under chapter 11 of the United States Code, 11 U.S.C. § § 101-1532 (the “Bankruptcy Code”), in the United States Bankruptcy Court for the District of New Jersey (the “Bankruptcy Court”). The chapter 11 cases are pending before the Honorable Stacey L. Meisel, United States Bankruptcy Judge, and are being jointly administered under the lead case, *In re Frank Theatres Bayonne/South Cove, LLC, et al.*, Case No. 18-34808 (SLM) (the “Chapter 11 Cases”).

WHEREAS, the Debtors continued in possession of their properties as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

Page: 3

Debtors: Frank Theatres Bayonne/South Cove, LLC, *et al.*

Case No.: 18- 34808 (SLM)

Caption: Stipulation and Consent Order Resolving Proof of Claim No. 48 Filed By Tracy Davie

WHEREAS, on February 4, 2019, Davie filed Claim No. 48 against Frank Theatres Parkside Town Commons, LLC, asserting a priority claim in the amount of \$94,000.00 and a general unsecured claim in the amount of \$816,000.00.

WHEREAS, on July 29, 2019, the Court entered its *Findings of Fact, Conclusions of Law, and Order Confirming the Debtors' First Amended Chapter 11 Plan of Reorganization Under Chapter 11 of the Bankruptcy Code* [Docket No. 687] (the "Confirmation Order") confirming the Debtors' *First Amended Chapter 11 Plan of Reorganization Under Chapter 11 of the Bankruptcy Code*.

WHEREAS, on October 29, 2019, the Court entered a consent order [Docket No. 783] confirming the *Debtors' Modified First Amended Plan of Reorganization Under Chapter 11 of the Bankruptcy Code* [Docket No. 783] (the "Modified Plan").

WHEREAS, on October 31, 2019, the Effective Date of the Modified Plan occurred. *See Notice of (I) Entry of Confirmation Order, (II) Occurrence of Effective Date, and (III) Related Bar Dates* [Docket No. 792].

WHEREAS, the Liquidating Trust was created pursuant and to effectuate the Modified Plan, *see* Frank Theaters Liquidating Trust Agreement (the "Liquidating Trust Agreement") at 1, and for the purpose of distributing the Liquidating Trust Assets to the Liquidation Trust beneficiaries . . ." Modified Plan at Section V.B.

WHEREAS, on January 29, 2020, the Administrative and Priority Claims Agent filed its *First Omnibus Objection to Certain (I) Satisfied Claims, (II) Claims to be Reclassified, and (III)*

Page: 4
Debtors: Frank Theatres Bayonne/South Cove, LLC, *et al.*
Case No.: 18- 34808 (SLM)
Caption: Stipulation and Consent Order Resolving Proof of Claim No. 48 Filed By Tracy Davie

Claims to be Reduced to \$0 and Then Expunged (the “First Omnibus Objection”) [Docket No. 868] in which it sought to reclassify certain claims, including Claim No. 48.

WHEREAS, on March 3, 2020, the Court entered the *Revised Order Sustaining the Administrative and Priority Claims Agent’s First Omnibus Objection to (I) Certain Satisfied Claims, (II) Claims to be Reclassified, and (III) Claims to be Reduced to \$0 and then Expunged* [Docket No. 906], in which Claim No. 48 was reclassified as a general unsecured claim.

WHEREAS, the Parties wish to resolve their dispute in connection with Claim No. 48.

NOW, THEREFORE, for good cause shown, **IT IS HEREBY ORDERED** as follows:

1. Claim No. 48 filed by Davie is hereby reduced and deemed allowed against the estate of Frank Theatres Parkside Town Commons, LLC in the amount of \$500,000.00 as a general unsecured claim (the “Allowed Claim”) to be paid in accordance with the terms of the Modified Plan.

2. Each of the Parties hereto consents to the jurisdiction of the Court to adjudicate any and all disputes arising under or relating to this Stipulated Order.

3. This Stipulated Order shall be binding upon the Parties hereto and any of their successors, representatives, and/or assigns.

4. Each of the Parties hereto represents and warrants that it is duly authorized to enter into and be bound by this Stipulation.

5. This Stipulation may be executed in multiple counter parts, any of which may be transmitted by facsimile or electronic mail, and each of which will be deemed an original, but all of which together will constitute one instruments.

Page: 5
Debtors: Frank Theatres Bayonne/South Cove, LLC, *et al.*
Case No.: 18- 34808 (SLM)
Caption: Stipulation and Consent Order Resolving Proof of Claim No. 48 Filed By Tracy Davie

6. Notwithstanding any applicability of any of the Federal Rules of Bankruptcy Procedure, the terms and conditions of this Stipulation shall be immediately effective and enforceable upon its entry.

7. The Bankruptcy Court retains exclusive jurisdiction to resolve any dispute arising from or related to the interpretation or enforcement of this Stipulation.

Dated: November 25, 2020

STIPULATED AND AGREED:

RIKER, DANZIG, SCHERER,
HYLAND & PERRETTI LLP

/s/ Joseph L. Schwartz

Joseph L. Schwartz (JS-5525)
Tara J. Schellhorn (TS-8155)
Headquarters Plaza, One Speedwell Avenue
Morristown, NJ 07962-1981
Telephone: (973) 583-0800
Facsimile: (973) 583-1984
Email: jschwartz@riker.com
tschellhorn@riker.com

-and-

PACHULSKI STANG ZIEHL & JONES LLP
Bradford J. Sandler (NJ Bar No. BS-1367)
Shirley S. Cho (admitted *pro hac vice*)
780 Third Avenue, 34th Floor
New York, NY 10017
Telephone: (212) 561-7700
Facsimile: (212) 561-7777
E-mail: bsandler@pszjlaw.com
scho@pszjlaw.com

Counsel to the Liquidating Trust

Page: 6

Debtors: Frank Theatres Bayonne/South Cove, LLC, *et al.*

Case No.: 18- 34808 (SLM)

Caption: Stipulation and Consent Order Resolving Proof of Claim No. 48 Filed By Tracy Davie

TRACY DAVIE

/s/ Tracy Davie

529 Moultonboro Avenue

Wake Forest, NC 27587

Telephone: (919) 417-0182

E-mail: tdavie0696@yahoo.com

Claimant

5232103v1